

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

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APR 13 2006

CLERK'S OFFICE
DETROIT

IN RE:

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§Case No. 2:00-x-00005-DPH
(Settlement Facility Matters)

DOW CORNING CORPORATION,

Reorganized Debtor.

Hon. Denise Page Hood

**AGREED ORDER ALLOWING SUBSTANTIAL CONTRIBUTION
CLAIM FILED BY KEATING, MUETHING & KLEKAMP, PLL**


Keating, Muething & Klekamp, PLL ("Keating Muething") has filed a claim (the "Claim") for the allowance of a substantial contribution claim pursuant to 11 U.S.C. § 503(b)(4) and section 9.02 of Annex A to the Settlement Facility and Fund Distribution Agreement. Reorganized Dow Corning and the Debtor's Representatives (together, "Dow Corning") and the Claimants' Advisory Committee (the "CAC") filed objections to the claim. Following an extensive analysis of the Claim, the supporting documentation and declarations submitted therewith, and relevant authorities, Dow Corning, the CAC, and Keating Muething engaged in settlement discussions in an effort to resolve the Claim. Such parties have reached an agreement to resolve the objections and partially allow the claim on the terms set forth below. Based on the parties' agreement, as evidenced by their signatures below, it is hereby ORDERED as follows:

1. Keating Muething's Claim is hereby allowed in the total amount of \$475,000.00, representing a portion of the requested fees, to be payable only as provided below. All other amounts requested in the Claim are hereby denied.

2. The Keating Muething's Claim allowed herein shall be paid when payments on account of medical condition or disease to approved Claimants in Classes 9 or 10 under the Joint Plan of Reorganization are initiated or, by November 30, 2006, whichever is earlier. The parties will use reasonable "best efforts" to work with the administrator to attempt to get these payments

made as soon as possible after the June 1, 2006 deadline. Keating Muething may present this Order to the Finance Committee which shall direct payments from the Other Products Fund (as defined in the Settlement Facility and Fund Distribution Agreement) in accordance with the terms of this Order.


Dated: **APR 13 2006**


DENISE PAGE HOOD
United States District Judge

AGREED:

FOR DOW CORNING CORPORATION
AND THE DEBTOR'S REPRESENTATIVES

FOR THE CLAIMANT'S ADVISORY
COMMITTEE


DEBORAH E. GREENSPAN
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Kevin Irwin
Michael Scheier
Keating, Muething & Klekamp
1400 Provident Tower
One East Fourth Street
Cincinnati, OH 45202
Telephone: 513.579.6400

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